

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/24

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Firstbase.io, Inc.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 36-4882796

4. Debtor's address

Principal place of business

26 Mercer, 3rd Floor
New York, NY 10013

Number, Street, City, State & ZIP Code

New York
County

Mailing address, if different from principal place of business

Unit 187, Floor 2, 447 Broadway,
New York, NY 10013

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify:

Debtor Firstbase.io, Inc. Case number (if known) _____
Name

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check one:**

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	Case number, if known	_____

Debtor Firstbase.io, Inc. Case number (if known) _____
Name

11. Why is the case filed in this district?*Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors☐ 1-49☒ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☒ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor Firstbase.io, Inc. Case number (if known) _____
Name

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 25, 2024
MM / DD / YYYY

X /s/ Mark Milastsivy
Signature of authorized representative of debtor

Mark Milastsivy
Printed name

Title Chief Executive Officer

18. Signature of attorney

X /s/ Dawn Kirby
Signature of attorney for debtor

Date September 25, 2024
MM / DD / YYYY

Dawn Kirby
Printed name

Kirby Aisner & Curley LLP
Firm name

700 Post Road
Suite 237
Scarsdale, NY 10583
Number, Street, City, State & ZIP Code

Contact phone (914) 401-9500 Email address dkirby@kacllp.com

2733004 NY
Bar number and State

United States Bankruptcy Court
Southern District of New York

In re Firstbase.io, Inc.

Debtor(s)

Case No.
Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Mark Milastsivy 26 Mercer, 3rd Floor New York, NY 10013			Majority Shareholder

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date September 25, 2024

Signature /s/ Mark Milastsivy
Mark Milastsivy

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
Southern District of New York**

In		Case
re	<u>Firstbase.io, Inc.</u>	No. _____
	Debtor(s)	Chapter <u>11</u>

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Mark Milastsivy , declare under penalty of perjury that I am the Chief Executive Officer of Firstbase.io, Inc., and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 25th day of September, 2024_.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Mark Milastsivy , Chief Executive Officer of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that Mark Milastsivy , Chief Executive Officer of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that Mark Milastsivy , Chief Executive Officer of this Corporation is authorized and directed to employ Dawn Kirby , attorney and the law firm of Kirby Aisner & Curley LLP to represent the corporation in such bankruptcy case."

Date September 25, 2024

Signed /s/ Mark Milastsivy
Mark Milastsivy

Resolution of Board of Directors
of
Firstbase.io, Inc.

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Mark Milastsivy , Chief Executive Officer of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that Mark Milastsivy , Chief Executive Officer of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that Mark Milastsivy , Chief Executive Officer of this Corporation is authorized and directed to employ Dawn Kirby , attorney and the law firm of Kirby Aisner & Curley LLP to represent the corporation in such bankruptcy case.

Date September 25, 2024

Signed /s/ Mark Milastsivy

Date September 25, 2024

Signed /s/ Mark Milastsivy

United States Bankruptcy Court
Southern District of New York

In re	<u>Firstbase.io, Inc.</u>	Case No.	
	Debtor(s)	Chapter	<u>11</u>

VERIFICATION OF CREDITOR MATRIX

I, the Chief Executive Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:	<u>September 25, 2024</u>	<u>/s/ Mark Milastsivy</u>
		Mark Milastsivy /Chief Executive Officer
		Signer/Title

415x Trust
340 S Lemon Ave 2415
Walnut, CA 91789

449 Broadway LLC
73 Spring Street, 6th Floor
New York, NY 10012

8796041 Canada Inc. DBA Granicus Grp.
5369 Boul Saint Laurent, Montreal QC Can

Adam Wiggins
382 NE 191st #30776
Miami, FL 33179

AMINO Capital III, LP
2991 Alexis Dr.,
Palo Alto, CA 94304

AMINO Capital III, LP
346 Emerson Street
Palo Alto, CA 94301

AN Investment Co., Ltd.
28, Digital-ro 33-gil, Suite 1113, Guro-

Andy Louis- Charles
11232 Sorrel Ridge Lane
Oakton, VA 22124

Arc Technologies Inc.
30 Broad Street, 29th Floor
New York, NY 10004

Benjamin Spiro
2020 N Bayshore Dr. Apt 3608
Miami, FL 33137

Benjamin W21 Demo Day Fund
PO Box 3217
Seattle, WA 98114

Bookmate Corporation
8 The Grn
Dover, DE 19901

Bradley A. Peters
239 Black Oak Circle
Coppell, TX 75019

Cedric Dussud
80 N Moore St., Apt 17B
New York, NY 10013

CFT Clear Finance Technology Corp.
33 Yonge Street, Suite 1302, Toronto, On

Cmprssr LLC
2650 NE Alameda St.
Portland, OR 97212

Corporation Service Company
PO Box 2576
Springfield, IL 62708

Crystal Towers Capital II, LP
144 Pacchetti Way
Mountain View, CA 94040

CT Corporation System, as Representative
Attn: SPRS
330 N Brand Blvd., Suite 700
Glendale, CA 91203

Daniel Olinsky
2140 Fell St., Apt. 301
San Francisco, CA 94117

David Dat Nguyen
3850 W Nevso Drive, Unit 434
Las Vegas, NV 89103

Deel Inc. (Capbase, Inc.)
584 Castro Street, Suite 3096
San Francisco, CA 94114

Dilworth Paxson LLP
PO Box 825921
Philadelphia, PA 19182-5921

DMRUS pty Ltd.
2 Waratah Street, Balgowlah, NSW 2093

Doyoon Kim
309, Apgujeong-ro APT. 91-901 Gangnam-gu

eShares Inc. DBA Carta
333 Bush Street, Suit 2300
San Francisco, CA 94104

eShares, Inc. DBA Carta Inc.
333 Bush St., Floor 23, Ste. 2300, San F
San Francisco, CA 94104

FBRA LLC
1023 E Lincolnway
Cheyenne, WY 82001

Firstbase Agent LLC
1007 N Orange Street, 4th Floor, Suit 13
Wilmington, DE 19801

Firstbase Registered Agent Inc.
1007 N Orange St. 4th Floor STE 1382
Wilmington, DE 19801

Flicker Two LLC
c/o Jordan Park, 100 Pine St., 26th Floo
San Francisco, CA 94111

Founder Institute, Incorporated
265 Cambridge Avenue, #60417
Palo Alto, CA 94306

Glen Ridge Ventures LLC
16192 Costal Highway
Lewes, DE 19958

Google LLC
1600 Amphitheatre Parkway
Mountain View, CA 94043

Graphene Ventures III, LP
530 Lytton Avenue, 2nd Floor
Palo Alto, CA 94301

Harbor Business Compliance Corp.
c/o Royer Cooper Cohen Braunfield, LLP,
Philadelphia, PA 19103

Hib Girsim Sermayesi Yatirim Ortakligi
Esentepe Mahallesi Buyukdere Cad. No.: 2

Impact Ventures LLC
1861 Santa Barbara Drive
Lancaster, PA 17601

Internal Revenue Service
Centralized Insolvency Operations
PO Box 7346
Philadelphia, PA 19101-7346

Jeff Chen
15 Renwick St. #202
New York, NY 10013

John Wallace
365 Day St.
San Francisco, CA 94131

Jonathan Matthew Long
4658 18th Street
San Francisco, CA 94114

Juris Logic LLC
25 NW 23rd Place, Suite 6 PMB 169
Portland, OR 97210

KL Discovery Ontrack LLC
9023 Columbine Road
Eden Prairie, MN 55347

Laura Allen
4658 18th Street
San Francisco, CA 94114

Law Office of Christine Hanley
2041 A NW 60th Street
Seattle, WA 98107

Li Family Trust
3157 Steiner St.
San Francisco, CA 94123

Mark Milastsivy
26 Mercer, 3rd Floor
New York, NY 10013

Nakhla Ventures Ltd.
2 Apostolos Varnavas, Centaur House, Nis

Nakhla Ventures Ltd.
2 Apostolos Varnavas, Centaur House, Nis

Nikita Kozlovskij
13074 La Cresta Dr,
Los Altos, CA 94022

Nkechi Temilola Iregbulem
4210 Mesa Street
Torrance, CA 90505

Novel Growth Partners Cali Investments
6701 W 64th Street, Suite 300
Mission, KS 66202

NYS Dept. of Taxation & Finance
Bankruptcy/ Special Procedures Section
PO Box 5300
Albany, NY 12205-0300

Ola Oyetayo
Flat 14, Wheat House, 4 Peacock Close, L

OU Notorious
Toostuse 47d-69, 10416 Tallinn, Estonia

OU Notorious
Toostuse 47d- 69, 10416 Tallinn, Estonia

OU Notrorious
Toostuse 47d-69, 10416 Tallin, Estonia

Oyster Utopian Fund I, Ltd.
1887 Whitney Mesa Dr. #7139
Henderson, NV 89014

Payoneer Inc.
195 Broadway, 27th Floor
New York, NY 10007

Pearmill Inc,
169 Madison Ave #2020
New York, NY 10016

Pipe Advance LLC
548 Market St. PMB 93796
San Francisco, CA 94104-5401

Quinn Emanuel Urquhart & Sullivan
865 S. Figueroa Street, 10th Floor
Los Angeles, CA 90017

Ramon Recuero
1 Henry Adams N608
San Francisco, CA 94103

Raphael Shorser
1248 Bates Rd.
Oakland, CA 94610

Scieniti LLC
1104 Linnea Lane
Southlake, TX 76092

Share Capital LLC
341 Filbert St.
San Francisco, CA 94133

Snowy Maple Ventures LLC
101A Clay Street #105
San Francisco, CA 94111

Software Holdings Pty Ltd.
ATF Software Holdings Unit Trust
38 Murrannar Road, Towradgi, NSW 2518, Au

Spano Angel LLC
2 Calle Nairn, San Juan, 00907, Puerto R

Sphere 5200, Inc.
230 California Ave, Suite 212
Palo Alto, CA 94306

Stenn Assets USA
1201 Peachtree St. NE Bldg. 400 STE 300
Atlanta, GA 30361-3507

Stephen Hopkins
561 Pacific St., Apt 703
Brooklyn, NY 11213

Stripe Servicing Inc.
199 Water St., Floor 30
New York, NY 10038

Tarraganda Holdings ATF
48 Moore Wren Road, Tarraganda NSW 2550,

Tarraganda Holdings Pty Ltd.
ATF Tarraganda Superannuation Fund
48 Moore Wren Road, Tarraganda NSW 2550,

Wang Capital Ltd.
61 St. Vincent Ave, Remuera, Auckland, N

Yan Biao Boey
219 Kingford Ln
Redwood City, CA 94061

**United States Bankruptcy Court
Southern District of New York**

In re Firstbase.io, Inc. Debtor(s) Case No. _____
Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Firstbase.io, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Mark Milastsivy
26 Mercer, 3rd Floor
New York, NY 10013

☐ None [*Check if applicable*]

September 25, 2024
Date

/s/ Dawn Kirby
Dawn Kirby
Signature of Attorney or Litigant
Counsel for Firstbase.io, Inc.
Kirby Aisner & Curley LLP
700 Post Road
Suite 237
Scarsdale, NY 10583
(914) 401-9500 Fax:
dkirby@kacllp.com